

**IN THE UNITED STATES DISTRICT COURT FOR THE MIDDLE
DISTRICT OF ALABAMA, EASTERN DIVISION**

BEATRICE L. WILLS,
Plaintiff,

vs.

SEARS ROEBUCK & CO.,
Defendant.

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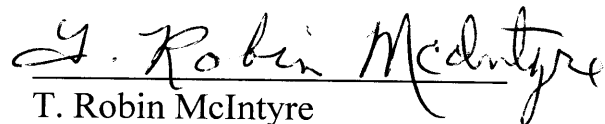
EDNA P. HACKETT, CLERK
U.S. DISTRICT COURT
MIDDLE DISTRICT ALA

) **Civil Action No.: 3:05cv1019-SRW**
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**PLAINTIFF RESPONSE TO DEFENDANT'S OPPOSITION TO
PLAINTIFF'S MOTION TO AMEND COMPLAINT**

COMES NOW the Plaintiff, Mrs. Smith, and states the following in support to amend her complaint:

1. See attached Exhibit "A", Declaration of Shannon Bryant.
2. Clearly based on what Mrs. Bryant heard stated by Terry Gandy to John Lawrie in September of 2004, is a strong indication of intent and motive by Sears management against two black individuals in appliances.
3. Clearly this statement indicates that Sears management was engaged in "discriminatory practices with malice or with reckless indifference to the federally protected rights of Mrs. Smith and Mrs. Wills.
4. The only black employees to be terminated from the appliances department at Sears were Mrs. Denise Smith and Mrs. Beatrice Wills in November 2004.

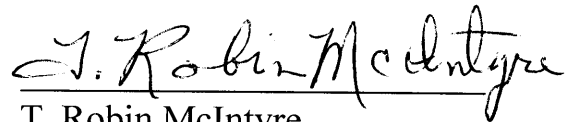


T. Robin McIntyre
Attorney for Plaintiff
2101 Executive Park Dr.
Opelika, AL 36801
(334) 745-3223

CERTIFICATE OF SERVICE

I do hereby certify that I have on this 30 day of June, 2006, by hand delivery given a copy of the above to:

Hon. Mieke A. Hemstreet
Burr & Forman LLP
3100 South Trust Tower
420 North 20th Street
Birmingham, AL 35203


T. Robin McIntyre

DECLARATION OF SHANNON BRYANT

1. My name is Shannon Bryant, and I am over the age of nineteen (19) years. I am African-American. I have personal knowledge of the facts set forth below pertaining to the case pending in the United States District Court for the Middle District of Alabama, Eastern Division, styled Denise L. Smith v. Sears, Roebuck and Co., CV-05-1018-MHT. I give this Declaration voluntarily, without coercion and under penalty of perjury.

2. I was employed with Sears, Roebuck & Co., for fourteen (14) years. I have worked at Sears' store located in Auburn, Alabama, at the Village Mall since March 1990 until I voluntarily resigned in October 2004. From July 2003 until October 2004, I was the stores Instore Marketing Lead. As the Instore Marketing Lead, my duties included, but not limited to, supervising instore marketing associates, hiring and training associates, who worked in my department, counseling associates on their performance, completing weekly schedules for my department, along with the presentation look of the store, setups and takedowns of Sears's advertising, setting of plan-o-grams, price changes such as markups and markdowns, hanging of signing, and setting of displays. I reported directly to the Store General Manager ("SGM").

3. In September 2004, I, in fact, heard Terry Gandy state to John Lawrie, "we are finally getting rid of the two (2) black trouble makers in appliances," and then John Lawrie said, "that's good."

4. I declare under the penalty of perjury that the foregoing is true and correct to the best of my knowledge.

6/29/06
DATE

Shannon Bryant
SHANNON BRYANT